

EXHIBIT 1



Michelle C. Yau
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(202) 408-4699
myau@cohenmilstein.com

January 25, 2022

Via Federal Express

Plan Administrator
W BBQ Holdings, Inc. ESOP
Joseph Shpigel
1265 Third Avenue
New York, NY 10021

Re: *104(b) Request for Jamaal Lloyd*

To the Plan Administrator:

Jamaal Lloyd, by and through his attorneys at Cohen Milstein Sellers & Toll PLLC, writes to request written instruments and documents pursuant to ERISA § 104(b), 29 U.S.C. § 1024(b). Mr. Lloyd is a participant in the W BBQ Holdings, Inc. Employee Stock Ownership Plan (hereinafter the "W BBQ ESOP") and thus he is entitled to the following documents:

- A. a copy of all Summary Plan Descriptions and Summary of Material Modifications for the W BBQ ESOP issued between 2015 and the present;
- B. the W BBQ Holdings, Inc. Employee Stock Ownership Plan including any amendments and restatements thereto;
- C. the Trust Agreement for the W BBQ ESOP including any amendments and restatements thereto;
- D. the service agreement with person or entity who acts as the Trustee to the W BBQ ESOP, including any amendments thereto;

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- E. any services agreement with any service provider to the ESOP, including any amendments thereto;
- F. all annual account statements or statements of benefits for Jamaal Lloyd's ESOP account; and
- G. all valuation reports for W BBQ Holdings, Inc. issued from 2015 to the present.

ERISA § 104(b)(2) mandates that the ESOP's Plan Administrator (here the Administration Committee, which has been populated according to the SPD) provide copies of any "bargaining agreement, trust agreement, **contract**, or other instruments under which the plan was established or is operated" to any plan participant upon request. 29 U.S.C. § 1024(b). Moreover, ERISA's fiduciary duty of loyalty requires fiduciaries, like the plan administrator here, to disclose "material facts affecting the interest of the beneficiary which [the fiduciary] knows the beneficiary does not know and which the beneficiary needs to know for his protection[.]" Restatement (Second) of Trusts § 173 cmt. d (1959). *See also Bixler v. Cent. Pa. Teamsters Health and Welfare Fund*, 12 F.3d 1292, 1300 (3d Cir. 1993) (duty to disclose has also been stated as "a constant thread in the relationship between beneficiary and trustee; entail[ing] not only a negative duty not to misinform, but also an affirmative duty to inform[.]").

Finally, ERISA provides statutory penalties for the failure to provide the information mandated by ERISA § 104(b) within 30 days of the request and we are sending this request with proof of receipt. Thus we trust that the Plan Administrator for the W BBQ ESOP will promptly provide the information requested by email to myau@cohenmilstein.com or via Federal Express to my attention at Cohen Milstein, 1100 New York Ave, Fifth Floor, Washington DC 20005.

Attached hereto is a signed authorization from Jamaal Lloyd allowing Cohen Milstein to receive the information requested above on his behalf.

Sincerely,

/s/ Michelle C. Yau

Michelle C. Yau

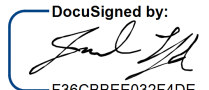
January 24, 2022.

Plan Administrator
W BBQ Holdings, Inc. ESOP
Joseph Shpigel
1265 Third Avenue
New York, NY 10021

To the Plan Administrator:

I have reviewed and authorize the request for documents pursuant to ERISA § 104(b) dated January 24, 2022 and sent by Michelle Yau at Cohen Milstein Sellers and Toll. I hereby authorize Cohen Milstein Sellers and Toll to receive on my behalf all documents requested by Michelle Yau related to my participation in the W BBQ Holdings, Inc. Employee Stock Ownership Plan.

Sincerely,

DocuSigned by:

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Jamaal Lloyd